

CLAIMS

1. (CURRENTLY AMENDED) A financial instrument issued by a company to a holder in order to compensate for services rendered to the company by the holder, said financial instrument comprising an obligation that a payor other than the company pay the holder when a predetermined event occurs;

wherein the obligation allows the holder to take an equity interest in the company without violating pre-existing conflict rules which the holder has a duty to observe when providing the holder's services to the company.

2. (ORIGINAL) The financial instrument of claim 1 wherein payment by the payor is based upon the company's value.

3. (ORIGINAL) The financial instrument of claim 2 wherein the company's value is determined at substantially the time of the predetermined event.

4. (ORIGINAL) The financial instrument of claim 1 wherein the services include providing goods to the company.

5. (ORIGINAL) The financial instrument of claim 1 wherein the payor is identified at the time the company issues the financial instrument to the holder.

6. (ORIGINAL) The financial instrument of claim 1 wherein the payor is identified not until about the time of the predetermined event.

7. (ORIGINAL) The financial instrument of claim 1 wherein the payor is identified after the company issues the financial instrument to the holder.

8. (ORIGINAL) The financial instrument of claim 1 wherein the predetermined event is a liquidity event involving the company.

9. (ORIGINAL) The financial instrument of claim 1 wherein the predetermined event includes sale of the company.

10. (ORIGINAL) The financial instrument of claim 1 wherein the predetermined event includes a merger involving the company.

11. (ORIGINAL) The financial instrument of claim 1 wherein the predetermined event includes an initial public offering (IPO) involving the company.

12. CANCELLED.

13. (CURRENTLY AMENDED) The financial instrument of claim ~~12~~1 wherein the pre-existing conflict rules are the conflict rules from at least one state of the United States.

14. (ORIGINAL) The financial instrument of claim 13 wherein the pre-existing conflict rules include attorney conflict rules that govern compensations for services rendered by attorneys to clients.

15. (ORIGINAL) The financial instrument of claim 14 wherein the holder includes at least one attorney who has a duty to observe the attorney conflict rules.

16. (ORIGINAL) The financial instrument of claim 12 wherein the holder includes at least one accountant who has a duty to observe accountant conflict rules.

17. (ORIGINAL) The financial instrument of claim 12 wherein the pre-existing conflict rules include non-attorney conflict rules that govern compensations for services rendered by non-attorneys to clients.

18. (ORIGINAL) The financial instrument of claim 1 wherein the compensation by the financial instrument to the holder is a partial compensation for services rendered to the company by the holder.

19. (ORIGINAL) The financial instrument of claim 1 wherein the compensation by the financial instrument to the holder is compensation for all services rendered to the company by the holder.

20. (CURRENTLY AMENDED) A method that compensates for services rendered on behalf of a company, comprising the steps of:

negotiating contractual terms between a holder and the company regarding compensation for services rendered by the holder to the company;

generating a financial instrument based upon the negotiated contractual terms such that the financial instrument is to be issued by the company to the holder as compensation for the services rendered to the company by the holder, said financial instrument including an obligation that a payor other than the company pay the holder when a predetermined liquidity event occurs, said obligation allowing the holder to take an equity interest in the company without violating ~~being in compliance with pre-existing~~ conflict rules which the holder has a duty to observe when providing the holder's services to the company; and

issuing the financial instrument to the holder as the payment, wherein the payor is unidentified at time of the issuing.

21. (ORIGINAL) The method of claim 20 wherein payment by the payor is based upon the company's value.

22. (ORIGINAL) The method of claim 21 wherein the company's value is determined at substantially the time of the predetermined event.

23. (ORIGINAL) The method of claim 20 wherein the services includes providing goods to the company.

24. (ORIGINAL) The method of claim 20 wherein the predetermined event is a liquidity event involving sale of assets of the company.

25. (ORIGINAL) The method of claim 20 wherein the predetermined event includes sale of the company.

26. (ORIGINAL) The method of claim 20 wherein the predetermined event includes a merger involving the company.

27. (ORIGINAL) The method of claim 20 wherein the predetermined event includes an initial public offering (IPO) involving the company.

28. (ORIGINAL) The method of claim 20 wherein the obligation is in compliance with pre-existing conflict rules of a geographic region which the holder has a duty to observe when providing the holder's services to the company.

29. (ORIGINAL) The method of claim 28 wherein the pre-existing conflict rules are the conflict rules from at least one state of the United States.

30. (ORIGINAL) The method of claim 29 wherein the pre-existing conflict rules include attorney conflict rules that govern compensations for services rendered by attorneys to clients.

31. (ORIGINAL) The method of claim 30 wherein the holder includes at least one attorney who has a duty to observe the attorney conflict rules.

32. (ORIGINAL) The method of claim 28 wherein the holder includes at least one accountant who has a duty to observe accountant conflict rules.

33. (ORIGINAL) The method of claim 28 wherein the pre-existing conflict rules include non-attorney conflict rules that govern compensations for services rendered by non-attorneys to clients.

34. (ORIGINAL) The method of claim 20 wherein the compensation by the financial instrument to the holder is a partial compensation for services rendered to the company by the holder.

35. (ORIGINAL) The method of claim 20 wherein the compensation by the financial instrument to the holder is compensation for all services rendered to the company by the holder.

36. (CURRENTLY AMENDED) A method that compensates for services rendered on behalf of a company, comprising the step of:

(a) providing payment to a holder according to terms of a financial instrument issued from the company to the holder;

said financial instrument specifying terms for compensation for the services rendered to the company by the holder, said financial instrument including an obligation that a payor other than the company pay the holder when a predetermined event occurs, wherein the payor is unidentified at time of creation of the financial instrument;

wherein the obligation allows the holder to take an equity interest in the company without violating pre-existing conflict rules which the holder has a duty to observe when providing the holder's services to the company;

said payor performing step (a) at about when the predetermined event occurs.

37. (ORIGINAL) The method of claim 36 further comprising the step of:

acquiring the company that issued the financial instrument.

38. (ORIGINAL) The method of claim 36 wherein creation of the financial instrument is when the financial instrument is issued to the holder.